



CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS



**CERRO DE
PASCO**
RESOURCES

(Unaudited and unreviewed by the Company's Independent Auditors)

For the three months ended June 30, 2025 and 2024

NOTICE TO READER

The accompanying unaudited condensed consolidated interim financial statements of Cerro de Pasco Resources Inc., (the “Company”) for the three-month periods ended June 30, 2025 and 2024 have been prepared by and are the responsibility of the Company’s management. In accordance with National Instrument 51 - 102 - Continuous Disclosure Obligations, the Company discloses that its independent auditor has not performed a review of these condensed consolidated interim financial statements.

Cerro de Pasco Resources Inc.
Condensed Interim Consolidated Statements of Financial Position
As of June 30, 2025 and March 31, 2025
(Expressed in US dollars unless otherwise noted)

	Note	June 30, 2025	March 31, 2025
		\$	\$
Assets			
Current assets:			
Cash		12,095,674	11,472,112
Other financial assets		50,507	48,016
Other receivables	6	369,380	153,493
Prepaid expenses		171,989	110,009
Total current assets		12,687,450	11,783,630
Non-current assets:			
Property, plant & equipment	7	32,133	31,534
Right-of-use assets		54,910	54,970
Mining properties, exploration, and evaluation assets	8	4,575,575	4,399,410
Total non-current assets		4,659,618	4,399,410
Total assets		17,347,068	16,269,544
Liabilities and Equity (Deficiency)			
Current liabilities:			
Trade accounts payable and other liabilities	9	1,010,589	1,384,065
Lease liabilities		3,230	5,991
Balance of purchase price payable		1,584,164	1,584,164
Current portion of contingent consideration payable		2,500,000	2,500,000
Total current liabilities		5,097,983	5,474,220
Non-current liabilities:			
Loans	10	4,327,651	4,073,314
Lease liabilities, net of current		52,744	50,054
Total non-current liabilities		4,380,395	4,123,368
Total liabilities		9,478,378	9,597,588
(Deficiency) Equity:			
Share capital	11	47,211,865	44,707,044
Warrants	11	5,371,966	5,788,168
Share options	12	1,550,615	1,535,328
Contributed surplus		2,372,082	2,372,082
Deficit		(49,914,936)	(48,384,500)
Accumulated other comprehensive income		1,277,098	653,834
Total shareholders' equity (deficiency) attributable to owners of the parent company		7,868,690	6,671,956
Total shareholders' equity (deficiency)		7,868,690	6,671,956
Total liabilities and shareholders' equity (deficiency)		17,347,068	16,269,544

The accompanying notes are an integral part of these condensed interim consolidated financial statements

Going concern, see Note 2.

Contingency, see Note 17.

Subsequent events, see Note 18.

These financial statements were approved and authorized for issue by the Board of Directors on August 21, 2025.

On behalf of the board, Guy Goulet /s/, CEO, Director

Steven Zadka /s/, Executive Chairman

Cerro de Pasco Resources Inc.
Condensed Interim Consolidated Statements of Comprehensive Income (Loss)
(Expressed in US dollars unless otherwise noted)

	Note	For the three-month period ended June 30, 2025	For the three-month period ended June 30, 2024
		\$	\$
Expenses:			
General and administrative expenses	13	1,303,823	837,924
Operating loss before other income (expenses) and income tax		(1,303,823)	(837,924)
Other income (expenses):			
Other		(33,141)	-
Financial expenses	13	(172,487)	(183,794)
Change in fair value of other financial assets		-	(2,809)
Exchange loss		(20,985)	(8,797)
		(226,613)	(195,400)
Income (Loss) before income taxes		(1,530,436)	(1,033,324)
Net income (loss) from continuing operations		(1,530,436)	(1,033,324)
Other comprehensive income (loss) from continuing operations			
Currency translation adjustment		623,264	22,316
Other comprehensive loss (income) net of tax		623,264	22,316
Net comprehensive income (loss) from continuing operations		(907,172)	(1,011,008)
Net income (loss) from discontinued operations		-	(2,693,136)
Other comprehensive income (loss) from discontinued operations			
Currency Translation adjustment		-	331
Net comprehensive income (loss) from discontinued operations		-	(2,692,805)
Net comprehensive income (loss) - continuing operations and discontinued operations		(907,172)	(3,703,813)
Net income (loss) attributable to:			
Shareholders of Cerro de Pasco Resources Inc.		(1,530,436)	(3,726,460)
Non-controlling interests		-	-
		(1,530,436)	(3,726,460)
Other comprehensive income (loss) attributable to:			
Shareholders of Cerro de Pasco Resources Inc.		623,264	22,316
Non-controlling interests		-	-
		623,264	22,316
Net comprehensive income (loss) attributable to:			
Shareholders of Cerro de Pasco Resources Inc.		(907,172)	(3,704,144)
Non-controlling interests		-	-
		(907,172)	(3,704,144)
Basic weighted average number of common shares outstanding:		513,875,068	359,698,049
Diluted weighted average number of common share outstanding:		513,875,068	359,698,049
Basic income (loss) per share – continuing operations:	\$	(0.00)	\$ (0.00)
Diluted income (loss) per share – continuing operations:	\$	(0.00)	\$ (0.00)
Basic and diluted loss per share – discontinued operations:			
Basic income (loss) per share:	\$	(0.00)	\$ (0.01)
Diluted income (loss) per share	\$	(0.00)	\$ (0.01)

The accompanying notes are an integral part of these condensed interim consolidated financial statements

Cerro de Pasco Resources Inc.

Condensed Interim Consolidated Statements of Changes in Equity (Deficiency)

(Expressed in US dollars unless otherwise noted)

	Note	Number of Shares Outstanding	Share Capital	Warrants	Share Options	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income (Loss)	Share Subscription Receivable	Total Equity (Deficiency)
			\$	\$	\$	\$	\$	\$	\$	\$
Balance as of March 31, 2025		509,384,503	44,707,044	5,788,168	1,535,328	2,372,082	(48,384,500)	653,834	-	6,671,956
Shares and units issued:										
Warrants exercised	11	12,151,470	2,504,821	(416,202)	-	-	-	-	-	2,088,619
Share options granted	18	-	-	-	15,287	-	-	-	-	15,287
Transactions with owners		12,151,470	2,504,821	(416,202)	15,287	-	-	-	-	2,103,906
Net income and comprehensive loss for the year		-	-	-	-	-	(1,530,436)	623,264	-	(907,172)
Balance as of June 30, 2025		521,535,973	47,211,865	5,371,966	1,550,615	2,372,082	(49,914,936)	1,277,098	-	7,868,690

The accompanying notes are an integral part of these condensed interim consolidated financial statements

Cerro de Pasco Resources Inc.

Condensed Interim Consolidated Statements of Changes in Equity (Deficiency)

(Expressed in US dollars unless otherwise noted)

	Not e	Number of Shares Outstanding	Share Capital	Warrants	Share Options	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income (Loss)	Share subscription receivable	Total Attributed to Owners	Total Equity (Deficiency)
			\$	\$	\$	\$	\$	\$	\$	\$	\$
Balance as of March 31, 2024		347,813,434	27,020,881	1,718,039	691,624	2,310,974	(72,954,894)	752,120	(349,894)	(40,811,150)	(40,811,150)
Shares and units issued:											
Private Placements	<u>11</u>	25,500,000	1,260,855	-	-	-	-	-	349,894	1,610,749	1,610,749
Issuance of shares as conversion of convertible debenture	<u>11</u>	2,000,000	146,120	-	-	-	-	-	-	-	146,120
Share issuance cost	<u>11</u>	-	(38,442)	-	-	-	-	-	-	(38,442)	(38,442)
Warrants granted as part of private placements	<u>11</u>	-	-	626,412	-	-	-	-	-	626,412	626,412
Warrants issued as penalty interest on convertible debenture		-	-	74,244	-	-	-	-	-	74,244	74,244
Extended Warrants		-	-	(126,703)	-	126,703	-	-	-	-	-
Share options granted		-	-	-	3,785	-	-	-	-	3,785	3,785
Share options forfeited		-	-	-	(23,820)	23,820	-	-	-	-	-
Transactions with owners		27,500,000	1,368,533	573,953	(20,035)	150,523	-	-	349,894	2,422,868	2,422,868
Net loss and comprehensive loss for the year		-	-	-	-	-	(3,726,460)	22,316	-	(3,704,144)	(3,704,144)
Balance as of June 30, 2024		375,313,434	28,389,414	2,291,992	(671,589)	2,461,497	(76,681,354)	774,436	-	(42,092,426)	(42,092,426)

The accompanying notes are an integral part of these condensed interim consolidated financial statements

Cerro de Pasco Resources Inc.
Condensed Interim Consolidated Statements of Cash Flows
For the three-months ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

		Three-month period ended June 30,	
	Note	2025	2024
		\$	\$
Cash flows from operating activities:			
Net loss from continuing operations		(1,530,436)	(1,033,324)
Adjustments for:			
Consulting fees paid through issuance of shares		-	3,784
Share-based compensation		15,287	-
Change in fair value of other financial assets		(2,491)	2,809
Accretion expense on loan	10	137,484	-
Interest on loan	10	116,970	-
Presumed interest and penalties paid on convertible debenture		-	129,084
Presumed interest and penalties paid on promissory note		-	33,881
Foreign exchange effect		(992)	-
Depreciation of property, plant, and equipment		265	-
Continuing operating activities before changes in working capital items		(1,263,913)	(863,766)
Discontinued operating activities before changes in working capital items		-	(2,304,326)
Operating activities before changes in working capital items		(1,263,913)	(3,168,092)
Changes in continuing working capital items	16	(651,243)	(49,945)
Changes in discontinued working capital items		-	2,273,062
Changes in working capital items	16	(651,243)	2,223,117
Cash flows used in continuing operating activities		(1,915,156)	(913,711)
Cash used in discontinued operating activities		-	(31,264)
Net cash provided by operating activities		(1,915,156)	(944,975)
Cash flows from investing activities			
Reimbursement (acquisition) of exploration and evaluation assets		(173,165)	(10,927)
Investment in mining concessions and mining development		-	(973,160)
Cash flows used in continuing investing activities		(173,165)	(984,087)
Cash used in discontinued investing activities		-	(48,026)
Net cash provided by investing activities		(173,165)	(1,032,113)
Cash flow from financing activities:			
Proceeds from shares issued		-	2,064,227
Proceeds from exercise of warrants		2,088,619	-
Repayment of loan		-	(1,157)
Share issuance costs		-	(16,244)
Cash flows provided by continuing financing activities		2,088,619	2,046,826
Cash provided by discontinued financing activities		-	-
Net cash provided by financing activities		2,088,619	2,046,826
Effect of exchange rate fluctuations on cash held in foreign currencies		623,264	(39,897)
Net change in cash during the year		623,264	29,841
Cash, beginning of year - continued operations		11,472,112	69,887
Cash, beginning of year - discontinued operations		-	66,834
		11,472,112	136,721
Less cash disposed as part of disposal of subsidiary		-	-
Less cash at end of year - discontinued operations		-	-
Cash, end of year		12,095,674	166,562

Non-cash transactions

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Fair value reversal of exercise of warrants	416,202	626,412
Warrants issued as part of private placements	-	626,412
Share issuance costs attributable to broker warrants granted	-	22,198
Pay down of convertible debenture through issuance of shares	-	146,120
Stock options forfeited	-	23,820
Revaluation of amended warrants	-	126,703

The accompanying notes are an integral part of these consolidated financial statements.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

1. REPORTING ENTITY AND NATURE OF OPERATIONS:

Cerro de Pasco Resources Inc. and its subsidiaries (hereafter the “Company” or “Cerro de Pasco” or “CDPR”) is a natural resource company engaged in the acquisition, and exploration of mineral properties.

Cerro de Pasco Resources Inc. is a company located in Canada. The Company was incorporated on June 6, 2003 under the Business Corporations Act (Alberta).

The Company's head office, which is also the main establishment is located at 205-68 Av de la Gare, Saint-Sauveur, Québec, J0R 1R0, Canada and its web site is www.pascoresources.com. The Company is trading on the TSX Venture Exchange (“TSX-V”) under symbol “CDPR”.

The Company sold its subsidiaries Cerro de Pasco Resources Subsidiaria del Perú S.A.C. and El Metalurgista S.A.C. (collectively “Santander” or the “Purchased Corporations”) on August 29, 2024 (see Note 5 – Sale of Subsidiary for details). The sale included the Santander mine and processing facilities. The Company, however, maintained ownership of their El Metalurgista Concession encompassing the Quiulacocha Tailings and the Excelsior Stockpile, which are held through Cerro de Pasco Resources del Perú S.A.C. (“CDPR del Peru”, formerly Cerro de Pasco Resources Sucursal del Peru). These assets remain at the exploration stage.

2. GOING CONCERN:

The accompanying consolidated financial statements have been prepared on a going concern basis. In assessing whether the going concern assumption is appropriate, management considers all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period.

Management is aware, in making its assessment, of material uncertainties related to events and conditions that may cast a significant doubt on the Company's ability to continue as a going concern and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These condensed interim consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, expenses and financial position classifications that would be necessary if the going concern assumption was not appropriate. These adjustments could be material.

For the three-months ended June 30, 2025, the Company recorded a net loss of \$1,530,436 (net loss of \$3,726,460 for the three-month period ended June 30, 2024). The accumulated deficit of \$49,914,936 as of June 30, 2025 (\$76,681,354 as of June 30, 2024) is attributable to all sectors of the Company. As of June 30, 2025, the Company had a working capital of \$7,589,462 (deficit of \$56,597,370 as of June 30, 2024). The Company's ability to continue operations is dependent on securing future funding through various means, including, but not limited to, the issuance of new equity instruments and the renegotiation of existing debt and payables. While management has been successful in raising financing in the past, there is no assurance that it will succeed in obtaining additional financing in the future. These circumstances may cast significant doubt regarding the Company's ability to continue as a going concern.

The recovery of the cost of exploration and evaluation assets as well as other tangible and intangible assets, is subject to certain conditions: the discovery of economically recoverable reserves, the continued support from the Company's suppliers and lenders, the ability of the Company to obtain the necessary financing to continue the exploration, evaluation, development, construction and ultimately disposal of these assets.

3. BASIS OF PREPARATION:

Statement of compliance:

These condensed interim consolidated financial statements have been prepared in accordance with the IFRS Accounting Standards applicable to the preparation of these financial statements. The accounting policies applied in these condensed interim financial statements are based on IFRS issued and in effect as of period end.

Certain information, particularly the accompanying notes, normally included in the audited annual consolidated financial statements prepared in accordance with IFRS has been omitted or condensed. Accordingly, these unaudited condensed interim consolidated financial statements do not include all the information required for full annual financial statements, and, therefore, should be read in conjunction with the audited annual consolidated financial statements of the Company and the notes thereto for the year ended March 31, 2025.

Basis of measurement:

The condensed interim consolidated financial statements have been prepared on a historical cost basis except for where IFRS requires recognition at fair value.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Basis of consolidation:

A subsidiary is an entity over which the Company has control. The Company controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is acquired and de-consolidated from the date that control ceases.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The Company attributes total comprehensive loss of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests. All intra-group transactions and balances are eliminated in consolidation.

Subsidiary	Status	Jurisdiction of Incorporation	Principal activity	% Of Ownership
Cerro de Pasco Resources del Perú S.A.C.	Active	Peru	Exploration	100%

On July 3, 2023, the Company sold its 80%-stake in the research subsidiary, H2-Sphere GmbH ("H2 Sphere"), back to the original owners of the Company.

On August 29, 2024, the Company completed the sale of its full ownership interest in Santander (See Note 5).

Functional and presentation currency

The condensed interim consolidated financial statements are presented in United States dollars ("USD"). The functional currency of Cerro de Pasco Resources Inc. is the Canadian dollar ("CAD"). The functional currency of CDPR del Peru and Santander is USD. The functional currency of H2-Sphere GmbH was the Euro.

Use of estimates and judgments:

Critical judgments in applying the accounting policies of the Company in the preparation of these condensed interim consolidated financial statements and key assumptions related to these estimation uncertainties are the same as the ones listed and described in the annual audited consolidated financial statements of the Company as of March 31, 2025.

4. MATERIAL ACCOUNTING POLICY INFORMATION:

The accounting policies set out below have been applied consistently to all years presented in these condensed interim consolidated financial statements, unless otherwise indicated.

Foreign currency transactions and balances:

The condensed interim consolidated financial statements are presented in US dollars (see Note 3 on Functional and presentation currency). Foreign currency transactions and balances are translated in their respective functional currency using the following method:

- Monetary assets and liabilities in foreign currency are translated at the closing exchange rate in effect at the reporting date, whereas other assets and liabilities are translated at the exchange rate in effect at the transaction date.
- Revenues and expenses are translated at the average rate in effect during the year.
- Gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items at year end exchange rates are included in profit or loss.
- Non-monetary items are not re-translated at year-end and are measured at historical cost (translated using the exchange rates at the date of the transaction). Non-monetary items measured at fair value are translated using the exchange rates at the date when fair value was determined.

Assets, liabilities, and transactions of the subsidiary with a functional currency other than the US dollar are translated into US dollars on consolidation. On consolidation, assets and liabilities are translated into US dollars at the closing rate of the reporting date. Income and expenses are translated under the Company's presentation currency at the average rate over the reporting year. Exchange differences are presented as other comprehensive loss and recognized in Accumulated other comprehensive income in equity (deficiency). On disposal of a foreign operation, the cumulative translation differences recognized in equity are reclassified to profit or loss and recognized as part of the gain or loss on disposal.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Goodwill, intangibles and fair value adjustments arising on the acquisition of a foreign subsidiary are treated as assets and liabilities of the foreign subsidiary and translated at the rate in effect at the statement of financial position date.

Financial instruments:

(a) Recognition and derecognition:

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognized when it is extinguished, discharged, cancelled, or expired.

(b) Classification and initial measurement of financial assets:

All financial assets are initially measured at fair value adjusted for transaction costs (where applicable). Financial assets are classified into the following categories:

- amortized cost;
- fair value through profit or loss ("FVTPL");
- fair value through other comprehensive income ("FVOCI").

In the periods presented, the Company does not have any financial assets categorized as fair value through other comprehensive income.

The classification is determined by both:

- the entity's business model for managing the financial asset;
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets that are recognized in profit or loss are presented within finance expenses, finance income or other financial items, except for impairment of trade receivables which is presented within general and administrative expenses.

(c) Subsequent measurement of financial assets:

(i) Financial assets at amortized cost:

Financial assets are measured at amortized cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows.
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortized cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash, cash and cash equivalent – restricted, accounts receivable, and other receivables (except sales tax receivable) fall into this category of financial instruments.

(ii) Financial assets at fair value through profit or loss (FVTPL):

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorized at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

The category contains marketable securities in a quoted company (presented within other financial assets). The Company accounts for the investments at FVTPL and did not make the irrevocable election to account for the investment in Genius Metal Inc. and listed equity securities at fair value through other comprehensive income (FVOCI). The fair value was determined in line with the requirement of IFRS 9, which does not allow for measurement at cost.

Assets in this category are measured at fair value with gains or losses recognized in profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

(d) Compound financial instruments:

The component parts of compound financial instruments (convertible debentures) issued by the Company are classified separately as financial liabilities and equity component in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

At the date of issue, the liability component is recognized at fair value, which is estimated using the borrowing rate available for similar non-convertible instruments. Subsequently, the liability component is measured at amortized cost using the effective interest method until extinguished upon conversion or at maturity.

The value of the conversion option classified as equity component is determined at the date of issue by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This amount is recognized in equity, net of income tax effects, and is not subsequently remeasured. When and if the conversion option is exercised, the equity component of convertible debentures will be transferred to share capital. If the conversion option remains unexercised at the maturity date of the convertible debentures, the equity component of the convertible debentures will be transferred to contributed surplus. No gain or loss is recognized upon conversion or expiration of the conversion option.

Transaction costs related to the issue of convertible debentures are allocated to the liability and equity component in proportion to the initial carrying amounts. Transaction costs relating to the equity component are recognized directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortized over the term of the convertible debenture using the effective interest method.

Impairment of financial assets:

IFRS 9's impairment requirements use more forward-looking information to recognize expected credit losses - the 'expected credit loss (ECL) model'. Instruments within the scope of the requirements included accounts receivable and other receivables (except sales tax receivable).

The Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Stage 1: financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk;
- Stage 2: financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not;
- Stage 3: there is objective evidence of impairment as of the reporting date.

12-month expected credit losses are recognized for the first category while 'lifetime expected credit losses' are recognized for the second category. Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Classification and measurement of financial liabilities:

The Company's financial liabilities at amortized cost include trade accounts payable and other liabilities, promissory note, balance of purchase price payable, convertible debenture and loan. The Company's financial liabilities designated at FVTPL, which includes items such as the contingent consideration payable.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Company designated a financial liability at fair value through profit or loss. Subsequently, financial liabilities are measured at amortized cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognized in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments). All interest related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance expenses or finance income.

Basic and diluted loss per share:

Basic loss per share is calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the year. Diluted loss per share is calculated by adjusting loss attributable to common shareholders of the Company, and the weighted average number of common shares outstanding, for the effects of all dilutive potential common shares which include options and warrants. Dilutive potential common shares are deemed to have been converted into common shares at the average market price at the beginning of the year or, if later, at the date of issue of the potential common shares. The Company was in a loss position for the periods presented as a result, the diluted loss per share is equal to the basic loss per share as a result of the anti-dilutive effect of the outstanding warrants and share options.

The table below identifies the equity instruments excluded from the calculation of diluted loss per share because their inclusion would be anti-dilutive in the three months ended June 30, 2025:

Financial Instrument	Issuable shares as of June 30, 2025
Outstanding warrants	136,793,327
Issuable and exercisable outstanding options	20,080,000
	156,873,327

Cash and restricted cash and cash equivalents:

Cash and cash equivalent consists of cash and cash in trust, as well as other highly liquid short-term investments, easily convertible in a known amount of cash and subject to negligible risk of value impairment. Restricted cash was not available for use by the Company and therefore is not considered highly liquid, for example, cash set aside to cover remediation obligations. The Company does not have any restricted cash or cash equivalents as of June 30, 2025 or March 31, 2025.

Marketable securities:

Marketable securities comprise shares of other publicly traded companies and are recorded at fair value as of the date of the statement of financial position. The difference from the original basis related to the shares of other publicly traded companies is recorded in profit or loss.

Property, plant, and equipment:

Property, plant, and equipment are held at cost less accumulated depreciation and accumulated impairment losses.

Cost includes all costs incurred initially to acquire or construct an item of property, plant and equipment, costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and costs incurred subsequently to add to or replace part thereof.

Recognition of costs in the carrying amount of an item of property, plant and equipment ceases when the asset is in the location and condition necessary for it to be capable of operating in the manner intended by management.

The Santander mining unit depreciation is determined using the units of production (PU) method calculated based on the economically recoverable resources. Other fixed assets including buildings, facilities, other equipment, computer equipment, communication equipment, and furniture and fixtures are depreciated using the straight-line method over the useful life of assets.

Depreciation is recognized on a straight-line basis to write down the cost to its estimated residual value, with a constant charge over the useful life of the asset. Depreciation of an asset begins when it is available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management.

Land and works in progress are not depreciated.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

The estimated useful lives as of June 30, 2025 and March 31, 2025 are as follows:

	Depreciation method	Useful life
Buildings	Straight-line	10
Mining unit	PU	4
Plant	PU	4
Facilities	Straight-line	10
Miscellaneous equipment	Straight-line	10
Computer equipment	Straight-line	3 to 5
Communication equipment	Straight-line	5
Software	Straight-line	2
Furniture and fixtures	Straight-line	5 to 10

The residual value, depreciation method, and useful life of each asset are reviewed at least at each financial year-end.

The carrying amount of an item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is included in profit or loss when the item is derecognized.

Mining properties and exploration and evaluation assets:

Exploration and evaluation expenditures are costs incurred during the initial search of mineral resources before the technical feasibility and commercial viability of extracting mineral resources are demonstrable. Costs incurred before the legal right to undertake exploration and evaluation activities are recognized in profit or loss when they are incurred.

Once the legal right to undertake exploration and evaluation activities has been obtained, all costs of acquiring mineral rights, expenses related to the exploration and evaluation of mining properties, less refundable tax credits related to these expenses, are recognized as exploration and evaluation assets.

Expenses related to exploration and evaluation include topographical, geological, geochemical, geophysical, exploration drilling, trenching, sampling, general expenses, financial charges, management fees and other costs related to the evaluation of the technical feasibility and commercial viability of extracting a mineral resource.

The various costs are capitalized on a property-by-property basis pending determination of the technical feasibility and commercial viability of extracting a mineral resource. These assets are recognized as intangible assets and are carried at cost less any accumulated impairment losses. No depreciation expenses are recognized for these assets during the exploration and evaluation phase.

Whenever a mining property is considered no longer viable, or is abandoned, the capitalized amounts are written down to their recoverable amounts, the difference is then immediately recognized in profit or loss. When technical feasibility and commercial viability of extracting a mineral resource are demonstrable, exploration and evaluation assets related to the mining property are transferred to property, plant, and equipment. Before the reclassification, exploration and evaluation assets are tested for impairment and any impairment loss is recognized in profit or loss before reclassification.

Although the Company has taken steps to verify title to the mining properties in which it holds an interest, in accordance with industry practices for the current stage of exploration of such properties, these procedures do not guarantee the validity of the Company's titles. Property titles may be subject to unregistered prior agreements and non-compliance with regulatory requirements.

Impairment of mining properties, exploration and evaluation assets and property, plant and equipment:

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment, and some are tested at a cash-generating unit level.

Whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, an asset or cash-generating unit is reviewed for impairment.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Impairment reviews for exploration and evaluation assets are carried out on a project-by-project basis, with each project representing a potential single cash-generating unit. An impairment review is undertaken when indicators of impairment arise, but typically when one of the following circumstances apply:

- the right to explore the areas has expired or will expire in the near future with no expectation of renewal;
- no further exploration or evaluation expenditures in the area are planned or budgeted;
- no commercially viable deposits have been discovered, and the decision has been made to discontinue exploration in the area;
- sufficient work has been performed to indicate that the carrying amount of the expenditure carried as an asset will not be fully recovered.

Additionally, when technical feasibility and commercial viability of extracting a mineral resource are demonstrable, the exploration and evaluation assets of the related mining property are tested for impairment before these items are transferred to property, plant and equipment.

An impairment loss is recognized in profit or loss for the amount by which the assets or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less cost to sell and its value in use. An impairment charge is reversed if the assets or cash-generating unit's recoverable amount exceeds its carrying amount.

Provisions, contingent liabilities, and contingent assets:

Provisions are recognized when present legal or constructive obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events, for example, legal disputes, decommissioning, restoration and similar liabilities, or onerous contracts.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted when the time value of money is significant.

The Company's operations are governed by government environmental protection legislation. Environmental consequences are difficult to identify in terms of amounts, timetable, and impact. As of the reporting date, management believes that the Company's operations are in compliance with current laws and regulations. To take into account the estimated cash flows required to settle its obligations arising from environmentally acceptable closure plans (such as dismantling and demolition of infrastructures, removal of residual matter and site restoration), provisions are recognized in the year, when the Company has an actual restoration mining site obligation and it is likely that an outflow will be required in settlement of the obligation and the obligation is reasonably determinable. These provisions are determined on the basis of the best estimates of future costs, based on information available on the reporting date.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Income taxes:

When applicable, tax expense recognized in profit or loss comprises the sum of deferred tax and current tax not recognized directly in equity.

Currently, income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the year.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognized to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilized against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Deferred tax assets and liabilities are offset only when the Company has a right and intention to set off current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognized as deferred income tax in profit or loss, except where they relate to items that are recognized directly in equity, in which case the related deferred tax is also recognized in equity.

Leases:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component based on their relative stand-alone prices.

The Company recognizes a right-of-use asset ("ROU asset") and a lease liability at the lease commencement date. The ROU asset is initially measured at cost, which comprises the initial amount of the lease liability, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The ROU asset is subsequently depreciated on a straight-line basis from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. If the lease transfers ownership of the underlying asset to the Company by the end of the lease term or if the cost of the ROU asset reflects that the Company will exercise a purchase option, the ROU asset is depreciated from the commencement date to the end of the useful life of the underlying asset. The estimated useful lives of ROU assets are determined on the same basis as those of property, plant and equipment assets. In addition, the ROU asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is measured at amortized cost using the effective interest rate method and is re-measured when there is a change in future lease payments. When the lease liability is re-measured, a corresponding adjustment is made to the carrying amount of the ROU asset or is recorded in profit or loss if the carrying amount of the ROU asset has been reduced to zero.

The Company presents ROU assets and lease liabilities on the consolidated statements of financial position. The Company has elected not to recognize ROU assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease. As of June 30, 2025, the Company has an ROU asset recognized on their office lease maintained in Quebec, Canada.

Share capital:

Share capital represents the amount received on the issue of shares, less issuance costs, net of any underlying income tax benefit from these issuance costs.

If shares are issued following the exercise of share options, or warrants, this account also includes the charge previously accounted to the share options and warrants accounts.

Unit placements:

The funds from unit placement are allocated between shares and warrants using the relative fair value method. The fair value of the common shares is recognized in equity based on the share price at the date of issue. The fair value of the warrants is determined using the Black-Scholes valuation model and is recorded separately under "warrants".

Other elements of equity:

Warrants and share options accounts include unrealized charges related to share options and warrants until they are exercised, if applicable. Contributed surplus includes compensation expense related to share options and warrants not exercised and expired.

Deficit includes all current and prior year retained losses.

Accumulated other comprehensive losses include all foreign currency translation adjustments.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Equity-settled share-based compensation:

The Company has an equity-settled share-based compensation plan for its eligible directors, employees, and consultants. The Company's plan is not cash-settled.

All goods and services received in exchange for the grant of any share-based compensations are measured at their fair values unless that fair value cannot be estimated reliably. If the Company cannot estimate reliably the fair value of the goods or services received, it must measure their value indirectly by reference to the fair value of the equity instruments granted.

For transactions with employees and with parties providing similar services, the Company evaluates the fair value of services received by reference to the fair value of equity instruments granted.

All equity-settled share-based compensation (except warrants to brokers) are ultimately recognized as an expense in the profit or loss with a corresponding credit to the Share options account. Equity-settled share-based compensation to brokers, in respect of an equity financing are recognized as issuance cost of the equity instruments with a corresponding credit to warrants, in equity.

If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognized in the current period. No adjustment is made to any expense recognized in prior period if share options ultimately exercised are different to that estimated on vesting.

Discontinued Operations:

The Company classifies assets held for sale in accordance with IFRS 5, Non-Current Assets Held for Sale and Discontinued Operations. When the Company makes the decision to sell an asset or to stop some part of its business, the Company assesses if such assets should be classified as an asset held for sale. To classify as an asset held for sale, the asset or disposal group must meet all of the following conditions: i) the asset is available for immediate sale in its present condition, ii) management is committed to a plan to sell, iii) an active program to locate a buyer and complete the plan has been initiated, iv) the asset is being actively marketed for sale at a sales price that is reasonable in relation to its fair value, v) the sale is highly probable within one year from the date of classification, and vi) actions required to complete the plan indicate that it is unlikely that the plan will be significantly changed or withdrawn. Assets held for sale are measured at the lower of its carrying amount or fair value less cost to sell ("FVLCTS") unless the asset held for sale meets the exceptions as denoted by IFRS 5. FVLCTS is the amount obtainable from the sale of the asset in an arm's length transaction, less the costs of disposal. Once classified as held for sale, any depreciation and amortization cease to be recorded. A discontinued operation is a component of an entity that either has been disposed of, or is classified as held for sale, and meets one of the following conditions: i) represents a separate major line of business or geographical area of operations, ii) is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, or iii) is a subsidiary acquired exclusively with a view to resale. Results from discontinued operations are presented separately from continuing operations in the condensed interim consolidated statements of profit and loss and the condensed interim consolidated statements of cash flows.

New standards and interpretations that have not yet been adopted:

In April 2024, the IASB issued a new IFRS accounting standard to improve the reporting of financial performance. IFRS 18 Presentation and Disclosure in the Financial Statements replaces IAS 1 Presentation of Financial Statements. The standards will become effective January 1, 2027, with early adoption permitted. Management is currently evaluating the impact of the new standard on the Company's financial statements.

5. SALE OF SUBSIDIARY:

Overview of Transaction

On August 29, 2024, the Company completed the sale of its subsidiaries Cerro de Pasco Resources Subsidiaria del Perú S.A.C. and El Metalurgista S.A.C. (collectively, "Santander" or the "Purchased Corporations") to Fondo de Inversión Privado under a Share Purchase Agreement ("SPA"). The sale included the Santander Mine and processing facilities located in the Huaral Province of Peru. The Company maintained ownership of its El Metalurgista Concession encompassing the Quilacocha Tailings and Excelsior Stockpile, which remain held through Cerro de Pasco Resources del Perú S.A.C. ("CDPR del Perú").

Cerro de Pasco Resources Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three-month periods ended June 30, 2025 and 2024

(Expressed in US Dollars unless otherwise noted)

Consideration and Contingent Royalty

The Company received nominal consideration of \$2 at closing. Under the SPA, the Company may receive contingent consideration of up to \$10,000,000 in mining royalties. The royalty becomes payable if commercial production is achieved at the Santander Pipe, as defined in the SPA, once production reaches at least 70% of plant capacity over a consecutive 30-day period. The Company has assessed the likelihood of receipt as remote, and therefore no amount has been recognized in these financial statements.

Intercompany Balances

At the date of sale, the Purchased Corporations were owed \$9,253,781 by CDPR and CDPR del Peru under intercompany balances previously eliminated on consolidation. Under the SPA, these balances became payable to the buyer and are now recognized as a loan liability in the consolidated financial statements. Further details, including repayment terms and subsequent amendments, are disclosed in Note 10.

Financial Statement Impact

The sale resulted in the deconsolidation of Santander effective August 29, 2024. The business is presented as a discontinued operation for the three months ended June 30, 2024, and prior periods have been recast. The net liabilities disposed of totaled \$35,863,535, resulting in a gain on disposal of the same amount.

A detailed schedule of assets and liabilities relinquished, along with the statement of comprehensive loss for discontinued operations, is presented below:

Cash and cash equivalents	\$	19,910
Cash and cash equivalents -restricted cash		4,589,876
Prepaid expenses		146,809
Accounts receivable		311,753
Other receivables		153,647
Inventories		1,722,969
Property, plant, & equipment		10,006,645
Mining properties, exploration, and evaluation assets		7,995,425
Intercompany loan		9,253,781
Sales tax receivable		2,102,199
Trade accounts payable and other liabilities		(55,701,480)
Provisioning for rehabilitation and mine closure, current and long-term		(12,617,052)
Provision for taxes payable		(279,058)
Loans		(3,568,959)
Net liabilities	\$	(35,863,535)
Cash proceeds		-
Net gain on sale of subsidiary	\$	35,863,535

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

	For the three-months ended
	June 30,
	2024
	\$
Revenue	443,618
Cost of Sales	(929,516)
Gross Profit	(485,898)
Expenses:	
Selling Expenses	26,346
Care and maintenance	2,058,689
General and administrative expenses	352,420
Operating income (loss) before other expenses (income) and income tax	(2,923,353)
Other income and expenses:	
Financial income	398,437
Financial expenses	(83,241)
Exchange loss (gain)	(80,020)
	235,176
Income (loss) before income taxes	(2,688,177)
Income taxes	(4,959)
Net income (loss) from discontinued operations	(2,693,136)
Currency translation adjustment	331
Net comprehensive income (loss) from discontinued operations	(2,692,805)
Net loss attributable to (discontinued):	
Cerro de Pasco Resources Inc.	(2,692,805)

6. OTHER RECEIVABLES:

	June 30, 2025	March 31, 2025
	\$	\$
VAT receivable	252,572	-
Sales tax receivable (Corporate)	40,086	88,955
Other receivables	38,150	30,077
Advances to third parties	37,143	33,173
Temporary tax on net assets (ITAN)	1,328	1,288
Other receivables (current)	369,280	153,493

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

7. PROPERTY, PLANT, AND EQUIPMENT:

The movement of this item and its accumulated depreciation for the three-months ended June 30, 2025 are as follows:

Cost	Balance as of March 31, 2025	Additions	Write-off/ Adjustments/exch ange	Balance as of June 30, 2025
Software	28,669	-	-	28,669
Computer equipment	15,073	-	-	15,073
Furniture and fixtures	12,085	-	-	12,085
	55,827	-	-	55,827

Accumulated Depreciation and Amortization	Balance as of March 31, 2025	Depreciation and Amortization	Write-off/ Adjustments/exch ange	Balance as of June 30, 2025
Software	(5,319)	-	-	(5,319)
Computer equipment	(6,889)	(265)	864	(6,290)
Furniture and fixtures	(12,085)	-	-	(12,085)
	(24,293)	(265)	864	(23,694)
Net carrying value	31,534	(265)	864	32,133

8. EXPLORATION AND EVALUATION ASSETS:

Mining properties, Exploration and Evaluation assets by properties are detailed as follows:

	March 31, 2025	Additions	June 30, 2025
	\$	\$	\$
Quiulacocha Tailings and Excelsior Stockpile			
Mining properties	2,676,406	-	2,676,406
Exploration and evaluation	1,723,004	173,165	1,896,169
	4,399,410	173,165	4,572,575

Quiulacocha Tailings and Excelsior Stockpile, Cerro de Pasco, Peru:

CDPR owns a 100% interest in the El Metalurgista Concession (where the Quiulacocha Tailings and Excelsior Stockpile are located), located in Cerro de Pasco, Peru ("Quiulacocha"). Quiulacocha consists of tailings, stockpiles and metal slag generated by legacy mining operations at the Cerro de Pasco Mine located near Lima, Peru.

On May 24, 2024, the Company signed an Easement Agreement with Activos Mineros S.A.C (AMSAC) with the participation of the General Directorate of Mining (the Peruvian Ministry of Energy and Mines) allowing the Company to proceed with engineering studies and a 40-hole drilling program at its Quiulacocha Tailings Project ("QT Project") including the payment of approximately \$1 million into the Peruvian National Bank on May 29, 2024 (paid).

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

Quiulacocha is subject to a 2.0% Net Smelter Return ("NSR") on production. The total 2% may be purchased by the Company as per the following deadlines and payments:

	Cash Payments
	\$
In the first 24 months after the start of commercial production	3,000,000
Between the 25th and 36th months after the start of commercial production	3,500,000
Between the 37th and 48th months after the start of commercial production	4,000,000

Santander Mine:

On August 29, 2024, CDPR sold 100% of its interest in Santander Mine which consists of a processing facility and mineral rights, located near the city of Lima, in the district of Santa Cruz de Andamarca, province of Huaral, department of Lima, Peru (Note 5).

9. TRADE ACCOUNTS PAYABLE AND OTHER LIABILITIES:

Trade accounts payable and other liabilities recognized in the consolidated statements of financial position can be analyzed as follows:

	June 30, 2025	March 31, 2025
	\$	\$
Trade accounts payable and accrued liabilities:		
Trade accounts payable	736,588	1,083,236
Accrued payroll and benefits	130,455	139,495
Other payables and accrued expenses	72,894	51,246
Related parties	63,699	98,070
Income taxes	6,953	12,018
	1,010,589	1,384,065

10. LOANS:

The Company's outstanding loans are as follows:

	June 30, 2025	March 31, 2025
	\$	\$
Loan from Santander (b)	4,305,579	4,051,023
Banque Royale du Canada (a)	22,071	22,291
Loans (non-current)	4,327,651	4,073,314

(a) Banque Royale du Canada loan

The Company has a loan with the Banque Royale du Canada of CAD \$40,000 originated on January 17, 2024. The loan accrues interest at a rate of 2.84% with monthly payments of approximately \$628. The loan matures in 5 years from date of refinancing.

(b) Loan from Santander

As described in Note 5 – Sale of Subsidiary, on August 29, 2024 the Company entered into a Share Purchase Agreement ("SPA") for the sale of 100% of its interest in Santander. At the time of the transaction, the Company and its subsidiary, CDPR del Perú, had outstanding intercompany balances payable to the Purchased Corporations totaling \$9,253,781. These balances had previously been eliminated on consolidation. Following the sale, the Purchased Corporations ceased to be consolidated subsidiaries, and the intercompany loan is now recognized as a liability in the consolidated financial statements.

Cerro de Pasco Resources Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three-month periods ended June 30, 2025 and 2024

(Expressed in US Dollars unless otherwise noted)

Original SPA Terms:

The liability accrued interest at 4% per annum, compounded monthly. The SPA required an initial payment of \$1.0 million within 90 days of closing, with the remaining balance deferred for five years and repayable over the subsequent five years in quarterly installments of \$414,689 plus annual interest payments.

Initial Recognition and Valuation:

On initial recognition, the fair value of the loan was determined to be \$3,863,025, based on a discount rate of 19.76%, as determined by an independent valuation specialist. The effective interest rate on the restructured loan was calculated at 30.15%.

First Amendment (January 31, 2025):

The Company and the buyer executed a First Amendment to the SPA which revised the repayment terms of the initial \$1.0 million as follows:

- \$68,619 due on December 30, 2024
- \$200,000 due by February 14, 2025
- \$731,381 due by July 1, 2026, accruing interest at a monthly effective rate of 1.00% beginning January 1, 2025.

Following this amendment and revised payment schedule, the updated effective interest rate was recalculated to 13.43%.

Current Period Impact:

For the three months ended June 30, 2025, the Company recognized interest expense of \$116,970 and accretion expense of \$137,484 on this loan.

Summary:

At June 30, 2025, the total carrying value of the Santander loan was \$4,305,579, presented as a non-current liability. The liability will continue to be measured at amortized cost using the effective interest rate method, with subsequent accretion and interest expense recognized in profit or loss.

11. SHARE CAPITAL AND WARRANTS:

Authorized:

The Company is authorized to issue an unlimited number of common shares without par value.

Issued and outstanding:

As of June 30, 2025 the Company had 521,535,973 issued and outstanding common shares (March 31, 2025 – 509,384,503).

Transactions during the three months ended June 30, 2025:

Warrant holders paid an aggregate CAD \$2,824,193 (USD \$2,079,805) to exercise 12,151,470 warrants outstanding in exchange for 12,151,470 shares of the Company's common stock at exercise prices ranging from CAD \$0.15 to \$0.25.

Transactions during the three months ended June 30, 2024:

On April 10, 2024, the Company granted 250,000 and 150,000 share options to consultants at an exercise price of CAD \$0.15 per share, expiring April 10, 2029 and April 10, 2027 respectively. Each share option entitles the holder to acquire one common share. The fair value of the options was estimated at \$0.04 per share option at the grant date for a total of \$17,075 using the Black-Scholes option pricing model. The share options are classified as equity-settled share-based payments under IFRS 2.

On April 22, 2024, the Company issued 2,000,000 shares of common stock in exchange for the conversion of \$200,000 of principal on their outstanding convertible debenture utilizing the previously agreed-upon conversion price of \$0.10 CAD per share.

On May 24, 2024, the Company issued a total of 25,500,000 units in a private placement at a price of \$0.10 CAD per unit for proceeds of \$1,222,413, net of share issuance costs. Each unit consists of one common share and half of one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.15 CAD and an underlying warrant at an exercise price of \$0.25 CAD, with an expiration of May 24, 2026 for both instruments. The Company paid \$38,442 and also paid additional finder fees warrants, equivalent to 210,000 in warrants and 210,000 in underlying warrants. The warrants are classified as equity-settled instruments in accordance with IFRS 2 and IAS 32, as they meet the "fixed-for-fixed" criterion for equity classification.

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024

(Expressed in US Dollars unless otherwise noted)

Warrants:

The changes to the number of outstanding warrants granted by the Company and their weighted average exercise price are as follows:

	June 30, 2025		March 31, 2025	
	Number of warrants granted	Weighted average exercise price (CAD)	Number of warrants granted	Weighted average exercise price (CAD)
		\$		\$
Outstanding at beginning	148,944,797	0.26	79,545,877	0.26
Granted	-	-	99,400,000	0.26
Exercised	(12,151,470)	0.24	(20,831,080)	0.25
Expired/ Cancelled	-	-	(9,170,000)	0.25
Outstanding at end	136,793,327	0.26	148,944,797	0.26

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024

(Expressed in US Dollars unless otherwise noted)

The following table provides outstanding warrants information as of June 30, 2025:

Expiry date	Number of outstanding warrants	Exercise Price (CAD) \$	Remaining life (years)
July 18, 2025	500,000	0.50	0.0
July 26, 2025	500,000	0.50	0.1
August 26, 2025	500,000	0.50	0.1
September 26, 2025	500,000	0.50	0.2
September 29, 2025	977,250	0.15	0.2
September 29, 2025	**1,327,000	0.25	0.2
October 6, 2025	1,500,000	0.15	0.2
October 6, 2025	**1,549,000	0.25	0.3
November 20, 2025	5,475,000	0.15	0.4
November 20, 2025	**5,525,000	0.25	0.4
November 26, 2025	400,000	0.25	0.4
December 22, 2025	400,000	0.25	0.5
January 17, 2026	1,120,900	0.15	0.6
January 17, 2026	**1,260,900	0.25	0.6
January 26, 2026	400,000	0.25	0.6
February 26, 2026	400,000	0.25	0.7
March 28, 2026	1,600,000	0.15	0.7
March 28, 2026	**1,600,000	0.25	0.7
April 8, 2026	4,283,277	0.40	0.8
May 24, 2026	12,935,000	0.15	0.9
May 24, 2026	**12,960,000	0.25	0.9
July 5, 2026	*32,580,000	0.15	1.0
September 26, 2026	*10,000,000	0.20	1.2
November 8, 2026	3,000,000	0.20	1.4
November 27, 2026	25,000,000	0.50	1.4
November 27, 2026	**2,000,000	0.30	1.4
November 27, 2026	1,000,000	0.50	1.4
January 31, 2028	5,000,000	0.15	2.6
May 1, 2028	2,500,000	0.15	2.8
	136,793,327	0.26	1.1

* Under the terms of the warrant agreement, the warrants are subject to acceleration of the expiry date, at the discretion of the Company, in the event that the 20-day volume-weighted average trading price of the common shares on the TSX-V exceeds CAD \$0.60.

**These represent underlying warrants, which cannot be exercised until the purchase warrants held by the shareholder have been exercised.

Cerro de Pasco Resources Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three-month periods ended June 30, 2025 and 2024

(Expressed in US Dollars unless otherwise noted)

12. SHARE-BASED COMPENSATION:

Share option plan:

The Company has a stock option plan whereby the Board of Directors may grant directors, officers or consultants of the Company options to acquire common shares. The Board of Directors has the authority to determine the terms and conditions of the grant of options. On March 10, 2025, the Board of Directors moved to adopt a new fixed number stock option plan (the "Plan") to replace the rolling stock option plan, which the Company adopted in 2016. The Board approved 30,000,000 common shares to be allotted and reserved for issuance under the Plan.

The exercise price of any option granted under the Plan is fixed by the Board of Directors at the time of the grant and cannot be less than the market price per common share the day before the grant. The term of an option will not exceed five years from the date of grant. Options are not transferable and can be exercised while the beneficiary remains a director, an officer, an employee, or consultant of the Company or up to 90 days after the beneficiary has left.

The following table provides outstanding share options information as of June 30, 2025 and March 31, 2025:

	June 30, 2025		March 31, 2025	
	Number of outstanding share options	Weighted average exercise price (CAD)	Number of outstanding share options	Weighted average exercise price (CAD)
		\$		\$
Outstanding at beginning	20,180,000	0.23	8,880,000	0.29
Granted	-	-	12,800,000	0.20
Exercised	-	-	(150,000)	0.20
Forfeited/Expired	-	-	(1,350,000)	0.33
Outstanding at end	20,180,000	0.23	20,180,000	0.23
Exercisable at end	20,080,000	0.23	20,080,000	0.23

The following table provides outstanding share options information as of June 30, 2025:

Expiry date	Number of granted share options	Number of exercisable share options	Exercise Price (CAD)	Remaining life
			\$	(years)
August 28, 2025	2,090,000	2,090,000	0.40	0.2
September 5, 2025	1,250,000	850,000	0.20	0.2
March 2, 2027	1,040,000	1,040,000	0.40	1.7
April 10, 2027	150,000	112,500	0.15	1.8
September 5, 2028	3,000,000	3,000,000	0.20	3.2
April 10, 2029	250,000	187,500	0.15	3.8
September 19, 2029	12,400,000	12,400,000	0.20	4.2
	20,180,000	20,080,000	0.23	3.3

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

13. INFORMATION REGARDING STATEMENTS OF COMPREHENSIVE LOSS:

(a) General and administrative expenses by nature:

General and administrative expenses recognized in the net loss of the periods is as follows:

	June 30, 2025	June 30, 2024
	\$	\$
General and administrative expenses:		
Management and consulting fees	463,927	343,145
Business development	287,993	118,520
Salaries and employee benefit expense	230,507	169,228
Professional fees	210,554	132,032
Rent and office expenses	81,812	43,259
Registration, listing fees, and shareholders information	19,331	17,402
Other general and administrative expenses	8,415	1,131
Project implementation cost	1,017	11,960
Depreciation of property and equipment	265	1,247
	1,303,823	837,924

(b) Finance expenses:

Finance expenses recognized in the net loss of the periods is as follows:

	June 30, 2025	June 30, 2024
	\$	\$
Accretion expense on loan	137,484	-
Interest on loan	116,970	-
Effective interest on loan	446	707
Fines, penalties, bank charges, and other expenses	(82,413)	3,491
Financial expenses	-	17,009
Interest on promissory note	-	9,664
Interest on convertible debenture	-	126,138
Presumed interest on convertible debenture	-	2,568
Presumed interest on promissory note	-	24,217
	172,487	183,794

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

14. RELATED PARTY TRANSACTIONS:

Related parties include the Company's joint key management personnel. Unless otherwise stated, balances are usually settled in cash. Key management includes directors and senior executives. The remuneration of key management personnel includes the following expenses:

	June 30, 2025	June 30, 2024
	\$	\$
Management and consulting fees	234,360	186,041
Salaries and director's fees	103,742	98,509
Share-based compensation	-	-
	338,102	284,550

As of June 30, 2025, the Company owed \$63,699 to various related parties (included in trade accounts payable and other liabilities).

These transactions, entered into in the normal course of operations, are measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received.

15. SEGMENT REPORTING:

The Company presents and discloses segment information based on information that is regularly reviewed by the chief operating decision-maker, i.e. the President, the Chief Executive Officer and the Board of Directors for business activities from which it may earn revenues and/or incur expenses from which discrete financial information is available.

The Company has determined that it has two major segments (2024 – three which included mining operations of Santander):

- 1) Exploration, evaluation, and development; and
- 2) Corporate management

Significant information relating to the Corporation's reportable operating segments is summarized in the tables below:

Three-month period ended June 30, 2025 and 2024		Operating Expenses	Other expenses (income)	Net Loss (Gain)
		\$	\$	\$
Exploration, evaluation, and development (Quiulacocha and Excelsior)	2025	325,569	182,584	(508,153)
	2024	189,980	16,933	(205,913)
Corporate (Canada and other)	2025	978,254	44,029	(1,022,283)
	2024	648,944	178,467	(827,411)
Consolidated	2025	1,303,823	226,613	(1,530,436)
	2024	837,924	195,400	(1,033,324)

Cerro de Pasco Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
Three-month periods ended June 30, 2025 and 2024
(Expressed in US Dollars unless otherwise noted)

June 30, 2025			
	Total non-current assets	Total assets	Total liabilities
	\$	\$	\$
Exploration, evaluation, and development (Quiulacocha and Excelsior)	4,581,170	4,929,252	2,535,596
Corporate management (Canada and other)	78,448	12,417,816	6,942,787
Total per consolidated statement of financial position	4,659,618	17,347,068	9,478,383
June 30, 2024			
	Total non-current assets	Total assets	Total liabilities
	\$	\$	\$
Exploration, evaluation, and development (Quiulacocha and Excelsior)	2,608,439	2,669,691	1,132,969
Corporate management (Canada and other)	47,533	347,767	7,081,872
Total per consolidated statement of financial position	2,655,972	3,017,458	8,214,841

16. CASH FLOW DETAIL OF WORKING CAPITAL:

	June 30, 2025	June 30, 2024
	\$	\$
Change in trade receivables	-	(302)
Change in other receivables	(215,787)	(14,391)
Change in prepaid expenses	(61,980)	3,391
Change in trade accounts payable and accrued liabilities	(373,471)	(38,643)
Changes in continuing working capital items	(651,243)	(49,945)
Changes in discontinued working capital items	-	2,273,062
Changes in working capital items	(651,243)	2,223,117

17. CONTINGENCY:

On October 5, 2018, Genius Properties Ltd. completed an Asset Transfer Agreement pursuant to which the Company transferred to Genius Metals Inc. ('Genius Metals') the ownership of all mining rights and titles, a part of its trade accounts payable and other liabilities and the other liability related to flow-through shares estimated at \$23,086. In consideration for such transfer, Genius Metals issued to the Company 9,797,970 Genius Metals common shares for a consideration of \$2,685,007. The transfer was recorded at the carrying amount of the assets and liabilities transferred. Notwithstanding that the liabilities related to the flow-through shares were transferred to Genius Metals, the Company retains the ultimate responsibility for the tax liability related to this financing. Genius Metals would indemnify the Company for any such liability.

18. SUBSEQUENT EVENTS:

Between July and August 2025, several warrant holders exercised their warrants in an aggregate of 5,589,670. The exercise price ranged from CAD \$0.15 to \$0.40 per share and total proceeds were approximately CAD \$1,334,919.

Between July and August 2025, option holders exercised their options in an aggregate of 950,000. The exercise prices ranged from CAD \$0.15 to \$0.20 per share and total proceeds were approximately CAD \$182,500.